

United States Bankruptcy Court for the:

Eastern District of Texas

Case number (if known): _____

Chapter you are filing under:

- ☒ Chapter 7
☐ Chapter 11
☐ Chapter 12
☐ Chapter 13

☐ Check if this is an
amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. **Debtor's name** Mordecai N. Klein, M.D., P.A.

2. **All other names debtor used in the last 8 years** d/b/a Harmony Heart Group, a Texas professional association

Include any assumed names, trade names, and *doing business* as names

3. **Debtor's federal Employer Identification Number (EIN)** 26-3731885

4. **Debtor's address**

Principal place of business			Mailing address, if different from principal place of business		
<u>4701 Old Shepard Place</u>			<u>12700 Preston Road</u>		
Number	Street		Number	Street	
<u>Suite 160</u>			<u>P. O. Box 147</u>		
			P.O. Box		
<u>Plano</u>	<u>TX</u>	<u>75093</u>	<u>Dallas</u>	<u>TX</u>	<u>75230</u>
City	State	ZIP Code	City	State	ZIP Code
<u>Collin County</u>			Location of principal assets, if different from principal place of business		
County			<u>Number</u> <u>Street</u>		
			_____ _____		
			<u>City</u> <u>State</u> <u>ZIP Code</u>		

5. **Debtor's website (URL)** https://harmonyheartgroup.com/

6. **Type of debtor**

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

Debtor Mordecai N. Klein, M.D., P.A. Case number (if known)

7. Describe debtor's business

A. Check one:

- ☒ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☐ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.naics.com/search/>.

6211

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☒ Chapter 7
☐ Chapter 9
☐ Chapter 11. Check all that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

☒ No

☐ Yes. District When Case number
MM / DD / YYYY
District When Case number
MM / DD / YYYY

If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☒ No

☐ Yes. Debtor Relationship
District When
Case number, if known

List all cases. If more than 1, attach a separate list.

Debtor Mordecai N. Klein, M.D., P.A. Case number (if known) _____
Name

11. Why is the case filed in *this* district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? *(Check all that apply.)*

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property? _____

Number _____ Street _____

City _____ State _____ ZIP Code _____

Is the property insured?

- ☐ No
- ☐ Yes. Insurance agency _____
- Contact name _____
- Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor Mordecai N. Klein, M.D., P.A.
Name

Case number (if known) _____

16. Estimated liabilities

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 09/29/2023
MM / DD / YYYY

X /s/ Mordecai N. Klein
Signature of authorized representative of debtor

Mordecai N. Klein
Printed name

Title CEO

18. Signature of attorney

X /s/ Mark Castillo
Signature of attorney for debtor

Date 09/29/2023
MM / DD / YYYY

Mark Castillo
Printed name

Carrington, Coleman, Sloman, & Blumenthal, L.L.P.
Firm name

901 Main St. Ste. 5500
Number Street

Dallas TX
City State ZIP Code

214.855.3000 markcastillo@ccsb.com
Contact phone Email address

24027795 TX
Bar number State

**UNANIMOUS WRITTEN CONSENT IN LIEU OF SPECIAL MEETING
OF THE BOARD OF DIRECTORS
OF MORDECAI N. KLEIN, M.D., P.A.**

Effective Date: September 29, 2023

The undersigned, being all of the members of the board of directors (each, a “**Director**”, and collectively, the “**Board of Directors**”) of Mordecai N. Klein, M.D., P.A., d/b/a Harmony Heart Group, a Texas professional association (the “**Company**”), hereby waive notice of time, place, and purpose of a special meeting of the Board of Directors and hereby declare that when the undersigned have signed this Unanimous Written Consent (this “**Consent**”), the following resolutions shall then be consented to, approved, and adopted to the same extent and with the same force and effect as if adopted at a special meeting of the Board of Directors duly called and held for the purpose of acting upon a proposal to adopt such resolutions.

WHEREAS the Company is unable to meet its obligations as they come due in the usual course of business and the Company can no longer continue its business profitably;

WHEREAS the Board of Directors has reviewed the financial condition and circumstances of the Company and, after careful consideration and thorough consultation, has determined, in their best business judgment, it is in the best interest of the Company and its respective creditors and other interested parties to file a voluntary petition (the “**Voluntary Petition**”) for relief under Chapter 7 of Title 11 of the United States Code (the “**Bankruptcy Code**”).

NOW THEREFORE, BE IT RESOLVED, that the Company be, and hereby is, authorized, empowered, and directed to (i) file the Voluntary Petition for Bankruptcy (the “**Bankruptcy**”) pursuant to the Bankruptcy Code with the United States Bankruptcy Court for the Eastern District of Texas, or with any other appropriate bankruptcy court with jurisdiction (the “**Bankruptcy Court**”) and (ii) perform any and all such acts as the Authorized Officer (as defined below) determines to be necessary, required, advisable, or appropriate to effectuate the Bankruptcy (the “**Related Actions**”);

RESOLVED, FURTHER, that Mordecai N. Klein, M.D., as President and Chief Executive Officer of the Company (the “**Authorized Officer**”), is hereby authorized, empowered, and directed, for and in the name and on behalf of the Company, to (i) execute, file, and deliver the Voluntary Petition and (ii) perform any and all of the Related Actions;

RESOLVED, FURTHER, that the Authorized Officer is hereby authorized, empowered, and directed, for and in the name and on behalf of the Company, to take such further action and to execute, deliver, and file (i) such other schedules, statements, disclosures, documents, agreements, instruments, verifications, certificates, consents, instructions, and/or other assurances as may be necessary, required, advisable, or appropriate to consummate the Bankruptcy and as may be contemplated by the Voluntary Petition, and (ii) any supplements, modifications, or amendments to the Voluntary Petition as may, in the judgment of the Authorized Officer so acting, be deemed necessary, required, advisable, or appropriate in connection with the Bankruptcy in each case, the Authorized Officer's execution and delivery thereof to be conclusive evidence of such approval;

RESOLVED, FURTHER, that, in addition to, and without limiting in any manner, the authority granted by the Board of Directors hereunder, the Authorized Officer is hereby authorized, empowered, and directed, for and in the name and on behalf of the Company, and with the authority to act without any other Director or officer of the Company, to: (i) take, or cause to be taken, all such further action; (ii) do and perform, or cause to be done and performed, all such acts and things; (iii) execute and deliver, or cause to be executed and delivered, all such further documents, papers, agreements, instruments, certificates, consents, instructions, and/or other assurances of any type or description; and (iv) pay, or cause to be paid, any and all fees, charges, and costs of any type or description, all of which as may be necessary or advisable to effect the purposes and intent of the actions authorized and approved by the Board of Directors hereunder. The necessity, advisability, desirability, and propriety of the foregoing shall be conclusively established and evidenced by the actions taken by the Authorized Officer;

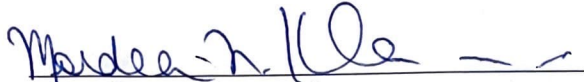
RESOLVED, FURTHER, that all actions of any nature whatsoever heretofore taken by the Authorized Officer and by each of the Directors, officers, agents, attorneys, and other representatives of the Company incidental to, contemplated by, arising out of or in connection with or otherwise relating to the actions authorized and approved by the Board of Directors hereunder are each hereby authorized, approved, ratified, confirmed, and adopted in all respects; and

RESOLVED, FURTHER, that this Consent may be executed in one or more counterparts (including by facsimile, email, PDF, or other electronic transmission), each of which will be deemed an original but all of which together will constitute one and the same instrument.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned Directors of the Company have executed this Consent to be effective as of the Effective Date.

Directors:


Mordecai N. Klein, M.D.
